

The Commonwealth of Massachusetts

MICHAEL JOSEPH CONNOLLY

~~XXXXXXXXXXXXXXXXXXXX~~

Secretary of the Commonwealth
ONE ASHBURTON PLACE, BOSTON, MASS. 02108

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

Incorporators

NAME

RESIDENCE

Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.

We, James H. Sullivan, Domenic J.F. Russo, Keesler H. Montgomery,
and William A. Murray

The above-named incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 180 and hereby state(s):

1. The name by which the corporation shall be known is:

Clerk - Magistrate Association for Continuing Legal
Education Inc.

2. The purposes for which the corporation is formed are as follows:

To foster and encourage and provide legal education and learning for Clerk-Magistrates, their assistants, and other Court personnel on a non-profit basis, at institutions of learning, by seminars or otherwise, on a formal or informal basis, at such places, including Court-houses, as the Corporation may require.

To do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes aforesaid or incidental to the powers therein named.

To apply for, obtain, execute, such applications and grants as may be required for the financial aid of obtaining legal education and learning from the United States, State, Local Municipal Government, or Charitable Foundations in order to accomplish any of the purposes aforesaid.

To hold real and personal estate to an unlimited amount, which estate or its income shall be devoted to the purposes set forth in its Charter; and it may receive and hold, in trust or otherwise, funds received by gift or bequest to be devoted by it to such purposes; and indemnification of directors, officers, employees, or other agents of the corporation as provided by G.L. Chapter 180, sec. 6.

NOTE: If provisions for which the space provided under Articles 2, 3 and 4 is not sufficient, additions should be set out on continuation sheets to be numbered 2A, 2B, etc. Indicate under each Article where the provision is set out. Continuation sheets shall be on 8½" x 11" paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.

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3. If the corporation has more than one class of members, the designation of such classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, are as follows:—

NONE

- 4. Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:—

SEE SHEET ATTACHED

4.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the education purposes set forth herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees or Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

5. By-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers whose names are set out below, have been duly elected.
6. The effective date of organization of the corporation shall be the date of filing with the Secretary of the Commonwealth or if later date is desired, specify date, (not more than 30 days after date of filing.)
7. The following information shall not for any purpose be treated as a permanent part of the Articles of Organization of the corporation.

- a. The post office address of the initial principal office of the corporation in Massachusetts is:

c/o Atty. William A. Murray, 260 Main Street,
Milford, Massachusetts 01757

- b. The name, residence, and post office address of each of the initial directors and following officers of the corporation are as follows:

	NAME	RESIDENCE	POST OFFICE ADDRESS
President:	James H. Sullivan	15 Meadowview Drive	Attleboro Ma 02703
Treasurer:	Domenic J. F. Russo	155 Somerset Ave.	Winthrop 02157
Clerk:	Keesler H. Montgomery	553 Blue Hills Parkway	Milton Ma 02186

Directors: (or officers having the powers of directors)

James H. Sullivan, 15 Meadowview Drive, Attleboro, MA 02703

Domenic J.F. Russo, 155 Somerset Ave., Winthrop, Ma. 02152

Keesler H. Montgomery, 553 Blue Hills Parkway, Milton, MA 02186

William A. Murray, 260 Main Street, Milford, MA 01757

- c. The date initially adopted on which the corporation's fiscal year ends is:

April 1st

- d. The date initially fixed in the by-laws for the annual meeting of members of the corporation is:

3rd Tuesday in June

- e. The name and business address of the resident agent, if any, of the corporation is:

Atty. William A. Murray, 260 Main Street,
Milford, Mass. 01757

IN WITNESS WHEREOF and under the penalties of perjury the above-named INCORPORATOR(S) sign(s) these Articles of Organization this 12th day of April 1979
I/We the below signed INCORPORATORS do hereby certify under the pains and penalties of perjury that I/We have not been convicted of any crimes relating to alcohol or gaming within the past ten years; I/We do hereby further certify that to the best of my/our knowledge the above named principal officers have not been similarly convicted. If so convicted, explain.

James H. Sullivan
Domenic J. F. Russo
Keesler H. Montgomery
William A. Murray

The signature of each incorporator which is not a natural person must be by an individual who shall show the capacity in which he acts and by signing shall represent under the penalties of perjury that he is duly authorized on its behalf to sign these Articles of Organization

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RECEIVED

THE COMMONWEALTH OF MASSACHUSETTS

SEP 18 1979

SECRETARY OF STATE ARTICLES OF ORGANIZATION
CORPORATION DIVISION GENERAL LAWS, CHAPTER 180

I hereby certify that, upon an examination of the within-written articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$30.00 having been paid, said articles are deemed to have been filed with me this

of *24th* day of *September* 19 *79*

Effective date

Michael Joseph Connelly

~~XXXXXXXXXXXXXXXXXXXX~~
MICHAEL JOSEPH CONNELLY
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT

TO:

OK
ed
..... Atty. William A. Murray

..... 260 Main Street

..... Milford, Mass. 01757

Telephone 473-1740

Filing Fee \$30.00

Copy Mailed 11-5-79

Milford n/d 10-2-79